

Meeting Minutes
Darumbal People Aboriginal Corporation RNTBC (ICN 8405)
Annual General Meeting - 29 November 2025
Dreamtime Cultural Centre, 703-751 Yaamba Road, Parkhurst, Rockhampton

Online Option and Voting Offered via Zoom

Attendees with Directors noted in bold:

Lester Djilinba Adams

Angel Adams

Holly Adams

William Hayden

Selwyn Bowman

Stella Cora

Michelle Creamer

Gregory Donald

Olive May Donald

Ronald Donald

Judi Farr

David Hatfield

Kathleen Hatfield

Allara Malone

Belinda Malone

**George Harold James
(DPAC Chair)**

Nhi'arla Malone

Kristina Pickering

Haidyn Bobbie

Isabel Warcon

Luke Edmund

Gloria Malone

Mervyn Malone

Rosemary Malone

Tyler Malone

Warren Malone

Naticia Meredith

Janine Mann

Tori Shirlea

Akayla McQuire

Jazmin Rawinia

Desline Renz

Gavin Roma

Caitlin Row Row

Ethil Speedy

Vernon Corporal

Deanna Ve a Ve a

Wade Mann

Trudy Pickering-Conlon

William Smith

Melita Williams

Jason Ve a Ve a

Sally Ve a Ve a

**Lance Warcon (Casual
Director)**

Justine Wills

Caleb Young

Sandra Pickering

Christine Bowman

David Hatfield

Rowena Edmund

Morris Bowman

Malachi Bowman-Pickering

Marcus Gooda

Cameron Gooda

Peter Gooda

Hedley Malone

Qwirthys Malone

Sarah Pickering

Randall Smith

Matthew Walker

Elaine Williams

Online Member Participants:

Heidi Norman, Rebekah Hatfield, Allison Bauman, Taylah Hatfield, Rosie Hatfield, Pamela Meredith, Sherryl Hatfield, Jordan Young.

Other Participants

Independent Chair: Adam Lees, Director: New Moon (Aketi Meb) Consulting Pty Ltd

Secretariat (Minutes): Deborah Packman: on behalf of New Moon (Aketi Meb) Consulting Pty Ltd

Secretariat Support: Karina McKenzie

Chief Financial Officer: Jose Joseph

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External Auditor: Carlton and Partners (Mr. Nandakumar)

CEO: Robert Nugent

Online: Vero Voting (for online voting and tech support)

1. Opening of Meeting

The Chair, Mr Adam Lees, opened the meeting at 9:03 am AEST and welcomed members attending both in person and online.

The Chair acknowledged the Darumbal people as the Traditional Owners of the lands and waters on which the meeting was held and paid respect to Elders past and present.

DPAC Chair, George (Harold) James, also welcomed members.

The meeting Chair confirmed that he was engaged as Independent Chair for the meeting and introduced Ms Deborah Packman, who was taking the minutes.

Housekeeping matters were outlined, including emergency procedures, meeting etiquette, the requirement for speakers to state their name for the record, and the use of microphones so that online participants could hear proceedings.

The Chair advised that:

- the meeting was being recorded;
- voting members attending in person were identified via wristbands;
- online voting would occur via the independent Vero Voting platform;
- observers were welcome but were not entitled to vote or ask questions;
- proxies were not permitted under Rule 7.12.1 of the Rule Book.

The Chair confirmed that copies of the agenda, Rule Book and supporting documents were available to members.

2. Attendance, Apologies and Quorum

Attendance

Members attended both in person and online. An attendance register was maintained.

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Quorum

The Chair advised that quorum was present in accordance with Rule 7.7.1 of the Rule Book, being 10% of members or 10 members (whichever is the lesser). The meeting was declared duly constituted.

Apologies

Apologies were noted as received, including:

- Michael Owens (Legal Advisor) – apology due to illness.
- Trevor Hatfield (Director).

Conflicts of Interest

The Chair called for declarations of conflicts of interest. Any declarations made were noted for the minutes.

3. Confirmation of Minutes of the 2024 Annual General Meeting

The minutes of the 2024 Annual General Meeting, having been circulated to members prior to the meeting, were taken as read.

The Chair called for any corrections. None were raised.

Motion: That the minutes of the 2024 Annual General Meeting be accepted as a true and correct record.

Moved: Member

Seconded: Member

Outcome: Carried.

4. Reports to Members

4.1 Corporation Report

The Corporation Report and update for the reporting period was provided by CEO Robert Nugent.

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Members were advised that the report was provided for information only.

The report was received and noted.

4.2 Chief Executive Officer's Report

The Chief Executive Officer, Mr Robert Nugent, presented the Corporation Report for the 2024–2025 reporting period, outlining key operational, governance, staffing and strategic developments.

The CEO addressed matters arising from the previous AGM, including:

- the development and implementation of governance policies;
- improvements to recruitment processes and transparency;
- upgrades to IT, audio and meeting systems;
- improvements to member communications and address records;
- premises acquisition and infrastructure upgrades;
- cultural heritage operations and employment outcomes.

Member Questions and Responses – CEO Report

Members raised questions regarding:

- the development and availability of governance policies;
- recruitment processes, fairness and advertising of vacant positions;
- employment opportunities for Darumbal people;
- cultural heritage staffing and recruitment challenges;
- the operation and financial performance of Tunuba and cattle-related activities;
- the provision of Welcome to Country services;
- land tax, stamp duty and property-related costs;
- venues for future AGMs.

The CEO closed out action items from the 2024 AGM and provided updates and also responded to each question, outlining current policies, recruitment practices, financial arrangements, governance improvements and future plans.

The Chair reminded members that questions relating to individual staff matters, historical grievances or confidential HR matters could not be addressed during the AGM.

The CEO's Report was received and noted.

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4.3 Financial Report 2024–2025

The Chief Financial Officer presented the Financial Report for the year ended 30 June 2025.

The audited financial statements were tabled in accordance with the Corporations (Aboriginal and Torres Strait Islander) Act 2006 (CATSI Act).

Member Questions and Responses – Financial Report

Members raised questions regarding:

- charitable trust limits and future distributions;
- the impact of CPI controls on charitable payments;
- asset values, cash reserves and financial sustainability;
- property-related taxes and exemptions;
- overall financial compliance and reporting standards.

The CEO and CFO responded, explaining the constraints of existing charitable trust agreements, compliance with accounting standards, and the Corporation's financial position.

The Financial Report was received and noted.

5. Directors' Remuneration

The Chair advised that while Directors' Remuneration is a standing agenda item, a proposed change to remuneration arrangements had not been included in the Notice of AGM.

Members were advised that under the CATSI Act, the meeting could only consider the matter if unanimous consent was given by members present to add the item to the agenda.

A vote occurred and members voted unanimously to include the item.

The CEO provided background information, including:

- current remuneration rates;
- comparison with other ORIC-registered corporations;

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- time commitment, responsibilities and fiduciary obligations of Directors;
- transparency regarding the source of payment.

Members raised questions regarding:

- potential conflicts of interest where Directors are also employees;
- the appropriateness of remuneration levels;
- Rule Book provisions allowing remuneration.

The Chair and CEO responded, clarifying conflict of interest requirements and Rule Book provisions.

A procedural question was put to members seeking unanimous consent to include the item.

Consent was confirmed, and the Chair advised that the resolution could proceed.

Resolution: Per the CEOs presentation, that DPAC reimburse Directors at the rate of \$1,100 per quarter and \$800 per Board meeting, paid as casual employees, in accordance with clauses 10.3(a) and 10.3(b) of the Rule Book of the Darumbal People Aboriginal Corporation RNTBC.

Voting was conducted using wristbands for members present and Vero Voting for members attending online.

Outcome: Declared carried in accordance with unanimous show of hands and the independent Vero Voting results.

6. Audited Financial Statements and Auditor's Report

The audited financial statements and Auditor's Report were presented by Mr Nandakumar of Carlton and Partners , including confirmation of audit completion and compliance matters.

Members were provided the opportunity to ask questions relating specifically to the audit findings.

The audited financial statements and Auditor's Report were received and noted.

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8. Removal of Director – Trevor Hatfield

The Chair introduced the special resolution to remove Director Trevor Hatfield under clauses 8.9.1 and 8.9.2 of the Rule Book and the CATSI Act, due to non-attendance at Directors' meetings.

Members were advised of the process and voting requirements.

Voting was conducted using wristbands and Vero Voting.

Outcome: Carried.

The Chair declared the position vacant. Mr Hatfield was also thanked for his contribution to the Board and service to DPAC.

9. Native Title Standing Resolution – Section 31 / RTN Agreements

The Chair advised members that although a Native Title standing resolution was listed on the agenda, the item did not proceed at the AGM.

Members were informed that prior to the meeting, the Directors had resolved to remove the item from consideration, as the Corporation's Legal Advisor, Mr Michael Owens, was unable to attend due to illness.

The Chair noted that Mr Owens' attendance was required to explain the background, legal effect and implications of the proposed resolution, and that in his absence it was not appropriate to proceed.

Accordingly, no discussion, motion or vote occurred in relation to this item.

10. Election of Directors – Apical Family Groups

The Chair outlined the election process and eligibility requirements for Directors under the Rule Book and the CATSI Act.

Elections were conducted for the following apical family groups:

- Clara Wallace apical line

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- Clara McKenzie apical line
- Kate Reid and James Hector apical line
- Hatfield / McPherson / Naylor / Bauman (Bowman) apical line (following the vacancy created earlier in the meeting)

Nominations were received and eligibility confirmed in accordance with the Rule Book including the requirement to have completed Directors Nomination forms and Director IDs.

Where more than one nominee was received, voting was conducted using wristbands for members present and Vero Voting for members attending online.

The following members were **elected as Directors**:

- **Clara Wallace apical line:** Lance Warcon
- **Clara McKenzie apical line:** Desline Renz
- **Kate Reid & James Hector apical line:** Gloria Malone
- **Hatfield / McPherson / Naylor / Bauman (Bowman) apical line:** Kathleen Hatfield

The Chair declared the above candidates duly elected in accordance with the voting results. Outgoing Directors were thanked for their contribution and incoming directors were welcomed.

11. Member Questions – Management of the Corporation

In accordance with Rule 7.1.3 of the Rule Book, members were provided the opportunity to ask questions and make comments regarding the management of the Corporation.

Members raised questions and comments regarding:

- conflicts of interest involving Directors and employees;
- family representation and influence within governance structures;
- future changes to the Rule Book and governance framework;
- renewable energy projects and employment opportunities;
- transparency, communication and member engagement.

The Chair and CEO responded where appropriate, noting that some matters would be addressed through future governance reviews and member consultation processes.

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The Chair ensured discussion remained respectful, procedural and within scope.

12. Other Business

The Chair advised that this item was limited to procedural or housekeeping matters only.

No additional business requiring resolution was raised.

12A. Appointment and Remuneration of Auditor (2025–2026)

The Chair advised members that this item had been inadvertently missed earlier in the meeting and was therefore taken at the conclusion of substantive AGM business, in accordance with the draft minutes and the Notice of AGM.

The Chair confirmed that the item was validly before the meeting, having been included in the Notice of AGM.

Resolution: That Carlton and Partners be appointed as auditor for the 2025–2026 financial year and that the auditor's remuneration be approved.

The Chair outlined the proposed remuneration.

Voting was conducted using wristbands for members present and Vero Voting for online members.

Outcome: Carried.

13. Meeting Close

There being no further business, the Chair thanked members for their attendance and participation.

The meeting was declared closed at **11:05 am AEST**.

Draft minutes will be circulated to members in due course.

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Attachments and Documents Tabled

The following documents were tabled at or circulated in connection with the AGM:

- Notice of Annual General Meeting and Agenda
 - 2024–2025 Annual Report
 - Consolidated Financial Report for AGM
 - Auditor's Report
 - AGM Presentation Slides
 - Relevant supporting financial and governance documents
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